

RECORDATION NO.

17912-0 FILED

APR 27 '04

3-29 PM

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SURFACE TRANSPORTATION BOARD

ELIAS C. ALVORD (1942)
ELLSWORTH C. ALVORD (1964)

OF COUNSEL
URBAN A. LESTER

April 26, 2004

Mr. Vernon A. Williams
Secretary
Surface Transportation Board
Washington, D.C. 20423

Dear Mr. Williams:

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11301(a), are five (5) copies of the following secondary document: Bill of Sale and Partial Release, dated February 11, 2004.

The enclosed document relates to the Equipment Lease and Trust Indenture (GATC Trust 92-1A) previously filed with the Board under Recordation Number 17912.

The names and addresses of the parties to the enclosed document are:

Owner Trustee: Wilmington Trust Company, Trustee
1100 North Market Street
Wilmington, Delaware 19801

Indenture Trustee: Bank One Trust Company, NA
One First National Plaza
Chicago, Illinois 60670

Mr. Vernon A. Williams
April 26, 2004
Page Two

A description of the railroad equipment covered by the enclosed document is:

One Railcar: GATX 003183

A short summary of the document to appear in the index follows:

Bill of Sale and Partial Release

Also enclosed is a check in the amount of \$30.00 payable to the order of the Surface Transportation Board covering the required recordation fee.

Kindly return stamped copies of each of the enclosed documents to the undersigned.

Very truly yours,



Robert W. Alvord

RWA/anm
Enclosures

APR 27 '04

3-29 PM

BILL OF SALE AND PARTIAL RELEASE

SURFACE TRANSPORTATION BOARD

Wilmington Trust Company, not in its individual capacity, but solely as Trustee under GATC Trust 92-1A (the "Lessor") under an Equipment Lease Agreement (GATC Trust 92-1A) dated as of July 1, 1992 (the "Lease") between the Lessor and GATX Financial Corporation, successor by merger to GATX Rail Corporation (the "Lessee"), does hereby grant, bargain, sell, transfer, convey, assign and release to the Lessee and its successors and assigns all right, title and interest of the Lessor, in and to the railcar designated as GATX 003183 (the "Unit") "as is," "where is," without recourse or warranty other than a warranty against Lessor's Liens as defined in Appendix A to the Lease, and does hereby acknowledge that the lease term under the Lease with respect to the Unit and the obligation of the Lessee to pay rent for such Unit under the Lease has terminated.

Bank One Trust Company, NA, as trustee (the "Indenture Trustee") under a Trust Indenture and Security Agreement (GATC Trust 92-1A) dated as of July 1, 1992 (the "Indenture") between the Lessor and the Indenture Trustee, hereby terminates, releases and discharges its security interest in the Unit under the Indenture and hereby acknowledges that the Unit is no longer subject to the Lease.

Dated: February 11, 2004

Wilmington Trust Company, not in its individual capacity, but solely as Owner Trustee

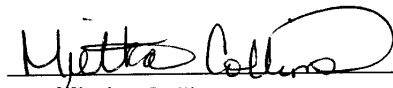
By:

Title:


Anita Roselli
Financial Services OfficerBank One Trust Company, NA, as
Indenture Trustee

By:

Title:


Mietka Collins
Assistant Vice President

State of Delaware)

) SS:

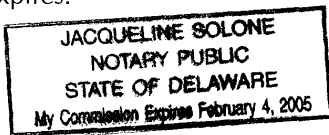
County of New Castle)

On the ____ day of _____, 2004, before me personally appeared _____, to me known, who being by me duly sworn, say that (s)he is a _____ of _____, a corporation organized under the laws of the State of Delaware, and that (s)he is the _____ of said corporation, and that said instrument was signed on such date on behalf of said corporation by authority of its Board of Directors, and (s)he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

Jacqueline Sothe
Notary Public

[Notarial Seal]

My commission expires:



State of Illinois

) SS:

County of Cook)

On the 20th day of April, 2004, before me personally appeared Mietka Collins, to me known, who being by me duly sworn, says that (s)/he is a Assistant Vice President of Bank One Trust Company, NA, that said instrument was signed on such date on behalf of said corporation by authority of its Board of Directors, and (s)/he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.





Notary Public

[Notarial Seal]

My commission expires: 12/3/04